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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)
Calpine Corporation, et al.,) Chapter 11
Reorganized Debtors.) Case No. 05-60200 (BRL)
) Jointly Administered
)

**DECLARATION OF CHRISTOPHER W. KEEGAN IN SUPPORT OF THE
REORGANIZED DEBTORS' RESPONSE TO SAI TRUST'S MOTION FOR
SUMMARY JUDGMENT**

I, Christopher W. Keegan, declare:

1. I am an associate at Kirkland & Ellis LLP, located at 555 California Street, San Francisco, California 94104, and licensed to practice law by the state of California.
2. Attached to this declaration as Exhibit A is a true and accurate copy of relevant portions of the transcript of the January 30, 2008 court hearing (Docket No. 7746) showing appearance by counsel for SAI Trust.
3. Attached to this declaration as Exhibit B is a true and accurate copy of the July 9, 2008 Notice of Pre-Trial Conference (Docket No. 7864). I attended the noticed pre-trial conference, as did Lawrence Glynn of Nicoletti Hornig & Sweeney on behalf of SAI Trust.

4. Attached to this declaration as Exhibit C is a true and accurate copy of relevant portions of the October 11, 2007 Affidavit of Service regarding service of the Solicitation Packages for the Debtors' Fourth Amended Joint Plan of Reorganization Pursuant to Chapter 11 of the United States Bankruptcy Code (Docket No. 6311).

5. Attached to this declaration as Exhibit D is a true and accurate copy of relevant portions of the January 10, 2008 Affidavit of Service regarding service of the Notice of Entry of Order Confirming the Sixth Amended Joint Plan of Reorganization of Calpine Corporation and Its Debtor Subsidiaries (Docket No. 7388).

6. Attached to this declaration as Exhibit E is a true and accurate copy of the SAI Trust's Proof of Claim No. 6309.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Executed on September 10, 2008 in San Francisco, California.

/s/ Christopher W. Keegan
Christopher W. Keegan